



GE Power India Limited

CIN-L74140MH1992PLC068379

Corporate Office: Axis House, Plot No 1-14, Towers 5 & 6,
Jaypee Wish Town, Sector 128 Noida
Uttar Pradesh - 201301

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28 July 2023

To,
The Manager - Listing
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

To,
The Manager - Listing
BSE Ltd.
25th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001

Symbol : **GEPIL**

Scrip Code : **532309**

**Sub.: Newspaper Advertisement - Information regarding 31st Annual General Meeting
Pre-dispatch of Annual Report**

Dear Sir/Madam,

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed a copy of the advertisement regarding 31st Annual General Meeting published before the dispatch of Annual Report for FY 2022-23 in English and regional (Marathi) newspapers.

This is for your information and records.

Thanking you,
Yours truly,

For GE Power India Limited

Kamna Tiwari
Company Secretary & Compliance Officer

Bharti Airtel Limited
CIN: L74899HR1995PLC095967
Regd. Office: Airtel Center, Plot No. 16, Udyog Vihar,
Phase - IV, Gurugram -12015
Corp. Office: Bharti Crescent 1, Nelson Mandela Road, Vasant Kunj,
Phase II, New Delhi 110070
Tel: +91 124 422222 Fax: +91 124 4248063
Email id: compliance.officer@bharti.in Website: www.airtel.com

INFORMATION REGARDING 28th ANNUAL GENERAL MEETING OF BHARTI AIRTEL LIMITED

The 28th Annual General Meeting ('AGM') of Bharti Airtel Limited ('Company') will be held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') on Thursday, August 24, 2023 at 11:00 a.m. IST in compliance with the applicable provisions of Companies Act, 2013 & the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ('MCA') and Circular No. SEBI/HO/CF/D/PoD-2/PCIR/2023/4 dated January 05, 2023 issued by the Securities and Exchange Board of India ('SEBI') and all other applicable circulars on the matter issued by MCA and SEBI, to transact the businesses that will be set forth in the Notice of AGM ('Notice').

In accordance with the MCA Circulars and SEBI Circulars, the Notice and Integrated Annual Report & Annual Financial Statement 2022-23 ("Integrated Report") will be sent only through electronic mode to those members whose e-mail ids are registered with the Company / Registrar and Share Transfer Agent (RTA) / Depository Participants (DPs). The Notice and Integrated Report will also be available on the website of the Company at www.airtel.com and on the website of KFin Technologies Limited, Company's RTA, (KFin) at <https://evoting.kfintech.com/>. Additionally, these will also be available on the websites of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.

Members can join and participate in the AGM through VC / OAVM facility only. The instructions for joining and manner of participation in the AGM will be provided in the Notice. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

Members holding shares in physical mode are hereby notified that pursuant to General Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/PCIR/2023/37, dated March 16, 2023, all the holders of physical shares can update/register their contact details including the details of e-mail ids by submitting the requisite Form ISR-1 along with the supporting documents with KFin.
ISR Form can be downloaded at the following:
<https://ris.kfintech.com/clientservices/isc/default.aspx>
Detailed FAQ's with respect to the above can be found at:
<https://ris.kfintech.com/faq.html>
Members holding shares in dematerialized form are requested to register/update their e-mail addresses with their relevant DPs.
The Company will provide remote e-voting facility to all its members (holding shares in demat / physical) to cast their votes on the resolutions set forth in the Notice of the AGM. Additionally, the Company will also provide the facility of voting through e-voting system during the AGM. The detailed procedure for casting votes through remote e-voting / e-voting at the AGM shall be provided in the Notice.
Shareholders whose shareholding is in dematerialized mode are requested to notify any change in address or bank account details to their respective depository participant(s). Shareholders whose shareholding is in physical mode are requested to opt for the Electronic Clearing System (ECS) mode to receive dividend on time. We urge shareholders to utilize the ECS for receiving dividends.
This advertisement is being issued for the information and benefit of all the members of the Company in compliance with the MCA Circulars and SEBI Circulars.

For Bharti Airtel Limited
Sd/- Pankaj Tewari
Date : July 27, 2023
Company Secretary

GE POWER INDIA LIMITED
CIN: L71410MH1992PLC068379
Registered Office: Regnum Magnus Business Centre,
11th floor, Platina, Block G, Plot C-59, BKC, Bandra (E), Mumbai,
Maharashtra - 400051, Tel. No. T + 91 22 68841741
Website: www.ge.com/in/ge-power-india-limited

INFORMATION REGARDING 31st ANNUAL GENERAL MEETING

1. Notice is hereby given to the members of GE Power India Limited ("the Company") that the 31st Annual General Meeting ("AGM") of GE Power India Limited ("the Company") will be held on Monday, 28 August 2023 at 04:30 p.m. through video conferencing ('VC') or through other audio visual means ('OAVM') to transact the business that will be set forth in the 31st AGM notice, in compliance with various circulars issued by the Ministry of Corporate Affairs ('MCA') read with the applicable provisions of the Companies Act, 2013, SEBI circulars and other laws/circulars.

2. In compliance with the relevant laws and circulars, the Notice of the AGM and the standalone and consolidated financial statements for FY 2022-23, along with Board's Report, Auditors' Report and other documents required to be attached thereto, will be sent to all the Members of the Company whose email addresses are registered with the Company/Depository Participant(s). The aforesaid documents will also be available on the website of the Company (www.ge.com/in/ge-power-india-limited), on the website of the Stock Exchanges (www.bseindia.com and www.nseindia.com).

3. **Manner of registering/updating email addresses/KYC:**
Members holding shares in physical mode, who have not registered / updated their email addresses with the Company, are requested to register / update the same along with KYC by submitting the requisite ISR 1 form along with the supporting documents available at <https://ris.kfintech.com/clientservices/isc/default.aspx>. Detailed FAQ is available at <https://ris.kfintech.com/faq.html>
For more information on updating the email and mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT A/c is being held.
The members are requested to get their KYC and email ids updated on or before 18 August 2023 to enable the Company to send the Annual Report along with AGM notice and login credentials to their registered email id for participating and voting in the AGM.

4. The manner of voting remotely ("remote e-voting") by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses has been provided in the Notice of the AGM. Members are requested to carefully read all the Notes set out in the Notice of the AGM and in particular, instructions for joining the AGM, manner of casting vote through remote e-voting or e-voting during the AGM.

By order of the Board
For GE Power India Limited
Place: Noida Kamna Tiwari
Date: 27 July 2023 Company Secretary & Compliance Officer

THIS NOTICE (AS DEFINED HEREIN) IS NOT FOR RELEASE, PUBLICATION AND/OR DISTRIBUTION IN AND/OR INTO THE UNITED STATES OF AMERICA, ITS TERRITORIES AND POSSESSIONS, ANY STATE OF THE UNITED STATES OF AMERICA, OR THE DISTRICT OF COLUMBIA (TOGETHER, THE "UNITED STATES") (EXCEPT TO "QUALIFIED INSTITUTIONAL BUYERS", AS DEFINED HEREIN) OR ANY "OTHER JURISDICTIONS" (AS DEFINED HEREIN). FOR FURTHER INFORMATION, SEE "IMPORTANT INFORMATION" HEREIN. Not for Release, Publication or Distribution in and into the United States or Other Jurisdictions (as defined below). See "Important Information" below.



Subject: Offer for Sale of equity shares of face value of ₹ 10 each ("Equity Shares") of Rail Vikas Nigam Limited (the "Company"), by its Promoter, the President of India acting through Ministry of Railways, Government of India (the "Seller"), through the stock exchange mechanism.

I am directed to refer to Clause 5.2 of the circular number SEBI/HO/MRD/MD-30/PCIR/2023/10 dated January 10, 2023 notified by the Securities and Exchange Board of India ("SEBI") and such circular, the "SEBI OFS Circular" pertaining to "Comprehensive Framework on Offer for Sale of Shares through Stock Exchange Mechanism", read with Section 21 of Chapter 1 of the Master Circular for Stock Exchange and Clearing Corporation - circular no. SEBI/HO/MRD/MD-2/DCAP/PCIR/2021/000000591 dated July 5, 2021 issued by SEBI (together with SEBI OFS Circular, the "SEBI OFS Circulars"), read with (a) Revised Operational Guidelines for Offer for Sale (OFS) Segments issued by BSE by way of its notice bearing no. 20230127-14 dated January 27, 2023, and to the extent applicable, the previous circulars issued by BSE in this regard; (b) "Revised operating guidelines Offer for Sale" issued by NSE by way of its circular bearing no. NSE/CMR/2023/27 dated January 31, 2023, to the extent applicable, and the circulars issued by the Seller and the Ministry of Railways, Government of India ("Ministry of Railways") in this regard. This advertisement is being issued by the Seller in pursuance of Clause 4 of the SEBI OFS Circular. The President of India, acting through and represented by the Ministry of Railways, Government of India, is the promoter of the ("Promoter"). We refer to the notice dated July 26, 2023 ("Notice") sent by the Seller to the Stock Exchanges and the intimation dated July 27, 2023 for exercising the oversubscription (defined below) (the "Oversubscription Option Exercise Notice") and together with Notice the ("Notices") pursuant to which, the Promoter (the "Seller") proposes to sell up to 70,890,683 Equity Shares of the Company, (representing 3.40% of the total issued and paid up equity share capital of the Company) ("Base Offer Size"), on July 27, 2023 ("T day") (for non-Retail Investors only) and on July 28, 2023 ("T+1 day") (for Retail Investors and for such non-Retail Investors who choose to carry forward their un-allotted bids with an option to additionally sell 40,866,394 Equity Shares (representing 1.96% of the total issued and paid up equity share capital of the Company) ("Additional Offer Size") through a separate designated window of the BSE Limited (the "BSE") and the National Stock Exchange of India Limited ("NSE"), and together with the BSE, the "Stock Exchanges"), collectively representing 5.36% of the total issued and paid up equity share capital of the Company (the "Offer Size") in dematerialized form in one or more demat accounts with the relevant depository participant, in accordance with the OFS Guidelines (such offer for sale hereinafter referred to as the "Offer"). In the event that the Oversubscription Option is exercised, the Equity Shares forming part of the Base Offer Size and the Oversubscription Option will collectively, hereinafter referred to as "Offer Shares" while in the event that such Oversubscription Option is not exercised, the Equity Shares forming part of the Base Offer Size will be referred to as "Offer Shares".

Sr No.	Details required to be mentioned in the Notice	Particulars of the Offer
1	Name of the Seller (Promoter / Promoter Group)	The President of India, acting through and represented by the Ministry of Railways, Government of India ("Promoter")
2	Name of the company whose shares are proposed to be sold and ISIN	Name: Rail Vikas Nigam Limited ISIN: INE415G01027
3	Name of the stock exchange where orders shall be placed	BSE and NSE
4	Name of the designated stock exchange	NSE
5	Name of the designated clearing corporation	NSE Clearing Corporation Limited
6	Dates and time of the opening and closing of the Offer	The Offer shall take place on a separate window of the Stock Exchanges on July 27, 2023 ("T day") and July 28, 2023 ("T+1 day"), from 9:15 a.m. to 3:30 p.m. (Indian Standard Time) on both days, as per details given below. To single bidder, other than mutual funds registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996, as amended ("Mutual Funds") and insurance companies registered with the Insurance Regulatory and Development Authority under the Insurance Regulatory and Development Authority Act, 1999 as amended ("Insurance Companies"), shall be allocated more than 25% of the Offer Shares. The Offer shall take place during trading hours on a separate window of the Stock Exchanges on T day, i.e., July 27, 2023. While placing their bids, non-Retail Investors may indicate their willingness to carry forward their un-allotted bids to T+1 day for allocation to them in the unsubscribed portion of Retail Category (defined below). The Offer shall take place during trading hours on a separate window of the Stock Exchanges on T+1 day, i.e., July 28, 2023 commencing at 9:15 a.m. and shall close at 3:30 p.m. Indian Standard Time on the same date. Those non-Retail Investors who have placed their bids on T day and have chosen to carry forward their un-allotted bids to T+1 day, shall be allowed to carry forward and also revise their bids on T+1 day as per the OFS Guidelines. For Retail Investors (defined below) and for non-Retail Investors who choose to carry forward their un-allotted bids to T+1 day Any unsubscribed portion of Non-Retail Category after allotment shall be eligible for allocation in the Retail Category. The Offer shall continue to take place during trading hours on a separate window of the Stock Exchanges on T+1 day, i.e., July 28, 2023 commencing at 9:15 a.m. and shall close on the same date at 3:30 p.m. Indian Standard Time on the same date. Only Retail Investors (defined below) shall be allowed to place their bids on T day and have chosen to carry forward their unallotted bids on T+1 day, shall be allowed to revise their bids on T+1 day as per the OFS Guidelines.
7	Allocation methodology	The allocation shall be at or above the Floor Price (defined below) on a priority price basis at multiple clearing prices, in accordance with the OFS Guidelines, except in case of Retail Investors, who shall have an option to bid at the Cut-Off Price (defined below) and for whom the final allocation price may be below the Floor Price (defined below) on account of Retail Discount (defined below). Indicative price for the non-Retail category shall be displayed separately. There shall be no indicative price for the Retail Category. In case of oversubscription in the non-Retail Category, the Seller may choose to exercise the Oversubscription Option, which will be intimated to the Stock Exchanges after trading hours (at or before 5 p.m.) on T day. Accordingly, allocation to Bidders in the non-Retail Category shall be done from their Shares forming part of the Base Offer Size and the Oversubscription Option is exercised. The Equity Shares forming part of the Base Offer Size will hereinafter referred to as "Offer Shares". In case the Oversubscription Option is not exercised, the Equity Shares forming part of the Base Offer Size will hereinafter referred to as "Offer Shares". In case of oversubscription in the non-Retail Category on T+1 day, if the aggregate number of Offer Shares bid for at a particular clearing price is more than available quantity, then the allocation for such bids will be done on a proportionate basis. Retail Category Allocation Methodology For the purpose of this Notice, Retail Investor shall mean an individual investor who places bids for Offer Shares of total value of not more than ₹200,000 aggregated across Stock Exchanges ("Retail Investor"). 10% of the Offer Shares shall be reserved for allocation to Retail Investors subject to the receipt of valid bids ("Retail Category"). The Stock Exchanges will decide the quantity of Offer Shares eligible to be considered in the Retail Category, based on the Floor Price (defined below) declared by the Seller. A Retail Investor may bid at any price above the Floor Price (defined below) and/or at a "Cut-Off Price". "Cut-Off Price" means the lowest price, as shall be determined, at which the Offer Shares are sold in the non-Retail Category, based on all valid bids received on T day and their bid below the Cut-Off Price shall not be considered for allocation. In case of oversubscription in the Retail Category, if the aggregate number of Offer Shares bid for at a particular clearing price / Cut-Off Price, as the case may be, is more than the available number of Equity Shares at such price, then the allocation for such bids will be done on a proportionate basis. Any unsubscribed portion of the Retail Category, after allotment to Retail Investors, shall be eligible for allocation to non-Retail Investors who have chosen to carry forward their un-allotted bids to T+1 day. Such non-Retail Investors are required to indicate their willingness to carry forward their bid on T day. Employee Category Such number of Equity Shares as would be equivalent to up to 0.5% of the Equity Shares sold pursuant to the Offer (over and above the Offer Shares) may be offered to eligible employees of the Company at the Cut-Off Price in the Offer subsequent to completion of the OFS. The eligible employees shall be approved from the company's employee list for the purpose of the Offer. The eligible employees will be eligible to apply for Equity Shares up to ₹200,000. Provided that in the event of under-subscription in the employee category, the unsubscribed portion may be allotted on a proportionate basis, for a value in excess of ₹200,000, subject to the total allotment to an employee not exceeding ₹500,000.

8	Total number of Equity Shares being offered in the Offer	Up to 70,890,683 Equity Shares of the Company of face value of ₹ 10 each, representing 3.40% of the total paid up equity share capital of the Company (the "Base Offer Size").
9	Maximum number of shares the Seller may choose to sell over and above made at point 8 above	Pursuant to the Oversubscription Option Exercise Notice, the Seller has intimated the Stock Exchanges of its intention to exercise the Oversubscription to the extent of 40,866,394 Equity Shares of the Company of face value of ₹ 10 each, representing 1.96% of the total paid up equity share capital of the Company ("Oversubscription Option"). Accordingly, the Offer size shall be increased to comprise 111,757,077 Equity Shares representing 5.36% of the total paid up equity share capital of the Company. The Seller shall intimate the Stock Exchanges of its intention to exercise the Oversubscription Option after the trading hours (at or before 5 p.m.) on T day.
10	Name of the broker(s) on behalf of the Seller (the "Seller's Broker")	IDBI Capital Markets & Securities Limited (Broker Code: NSE-0766/BSE-084); Eiara Securities (India) Private Limited (Broker Code: NSE-12898/BSE-3241); (together, the "Seller's Brokers"). IDBI Capital Markets & Securities Limited (Broker Code: NSE-0766/BSE-084) will be acting as the Settlement Broker on behalf of the Seller's Brokers.
11	Floor Price	The floor price for the Offer shall be ₹119 (Rupees One Hundred and nineteen only) per Equity Share ("Floor Price"). The Stock Exchanges are required to ensure that the Floor Price is immediately informed to the market.
12	Retail Discount	No discount is being offered to the Retail Investors.
13	Conditions for withdrawal of the Offer	The Seller reserves the right to not proceed with the Offer at any time prior to the time of opening of the Offer on T day. In such a case, there shall be a cooling off period of 10 trading days from the date of withdrawal before another offer for sale through stock exchange mechanism is made. The Stock Exchanges shall suitably disseminate details of such withdrawal.
14	Conditions for cancellation of the Offer	The Offer may be cancelled by the Seller in full (i) if the Seller fails to get sufficient demand at or above the floor price, or (ii) if there is a default in the settlement obligation, or (iii) on T day, post bidding, if the Seller fails to get sufficient demand from non-retail investors at or above the floor price on T day. The decision to either accept or reject the Offer shall be at the sole discretion of the Seller. Cancellation request for bidding from the Seller will be accepted up to 5:00 p.m. on T day by the Stock Exchanges.
15	Conditions for participating in the Offer	1. Non-institutional investors bidding shall deposit 100% of the bid value in cash up-front with the clearing corporation at the time of placing bids for the Offer. 2. Institutional investors who place bids without depositing 100% of the bid value upfront, shall be allowed to place bids with 100% of the bid value deposited upfront. Custodian confirmation shall be provided within trading hours. In case of institutional investors who place bids without depositing 100% of the bid value upfront, custodian confirmation shall be as per the existing rules for secondary market transactions and the OFS Guidelines. 3. In respect of bids in the Retail Category, margin for bids placed below the Cut-Off Price, shall be at the Floor Price and for price bids at the value of the bid. Clearing corporation shall collect margin to the extent of 100% of order value in cash or cash equivalents at the time of placing bids. Pay-in and pay-out for bids by Retail Investors shall take place as per normal secondary market transactions and applicable laws including OFS Guidelines. 4. Retail Investors may enter a price bid or opt for bidding at the Cut-Off Price. 5. The funds collected shall neither be utilized against any other obligation of the trading member nor co-mingled with their segments. 6. Individual investors shall have the option to bid in the Retail Category and/or the non-Retail Category. However, if the cumulative bid value by an individual investor across the Retail Category and the non-Retail Category exceeds ₹200,000, the bids in the Retail Category will be ineligible. Further, if the cumulative bid value by an individual investor in the Retail Category across BSE and NSE exceeds ₹200,000, such bids shall be rejected. 7. Modification or cancellation of orders (a) Orders placed by Retail Investors (with 100% of the bid value deposited upfront) can be modified or cancelled any time during the trading hours on T+1 day. (b) Orders placed by institutional and non-institutional investors, with 100% of the bid value deposited upfront. Such orders can be modified or cancelled any time during the trading hours on T day, and in respect of any un-allotted bids which they have indicated to be carried forward to T+1 day, orders can be modified on T+1 day in accordance with the OFS Guidelines. (c) Orders placed by institutional investors without depositing 100% of the bid value upfront. Such orders can be modified or cancelled by the investors or stock-brokers, except for making upward revision in the price or quantity any time during the trading hours on T day, and in respect of any un-allotted bids which they have indicated to be carried forward to T+1 day, orders can be modified (only by making upward revision in the price or quantity) on T+1 day in accordance with the OFS Guidelines. (d) Bids carried forward by non-Retail Investors to T+1 day may be revised in accordance with the OFS Guidelines. In case of any permitted modification or cancellation of the bid, the funds shall be released / collected on a real-time basis by the clearing corporation. 8. Individual investors shall be liable to pay any other fees, as may be levied by the Stock Exchanges, including securities transaction tax, exchange turnover charges, SEBI fees and applicable stamp duty. 9. Multiple orders from a single bidder shall be permitted, subject to the conditions prescribed in paragraph 6 above. 10. In case of default in pay-in by any bidder, an amount aggregating 10% of the order value shall be charged as penalty from the investor and collected from the bidder. This amount shall be credited to the Investor Protection Fund of the Stock Exchange. 11. The Equity Shares of the Company other than the Offer Shares shall continue trading in the normal market. However, in case of market closure due to incidence of breach of "Market wide index-based circuit filter", the Offer shall also be halted.
16	Settlement	1. Settlement shall take place on a trade for trade basis. For bids received from non-Retail Category on T day, being non-institutional investors and institutional investors who place orders with 100% of the order value deposited upfront, settlement shall take place on T+1 day, in accordance with the OFS Guidelines. In the case of institutional investors who place bids on T day without depositing 100% of the order value upfront, settlement shall be as per the existing rules for secondary market transactions on T+1 day. 2. For the bids received on T+1 day from non-Retail Investors who choose to carry forward their un-allotted bids to T+1 day with 100% of the order value deposited upfront, the settlement shall take place on T+2 day. 3. For the bids received on T+1 day from the Retail Category, the settlement shall take place on T+2 day. 4. For the bids received on T+1 day from the un-allotted institutional investors who choose to carry forward their bid on T+1 day without depositing 100% of the order value upfront, the settlement shall take place on T+2 day.

IMPORTANT INFORMATION
The Offer is directed personally to each prospective bidder (including individuals, funds or otherwise) registered with the broker of the Stock Exchanges who makes a bid (each a "Bidder") and neither the Offer nor this Advertisement constitutes an offer to sell or invitation or solicitation of an offer to buy, to the public, or to any other person or class of persons requiring any prospectus or offer document to be issued, submitted to or filed with any regulatory authority or to any other person or class of persons within or outside India.
The Offer is being made in reliance on the OFS Guidelines. There will be no "public offer" of the Offer Shares in India under the applicable laws in India including the Companies Act, 2013, and the rules and clarifications issued thereunder, as amended from time to time ("Companies Act") or in any other jurisdiction. Accordingly, no documents have been or will be prepared, registered or submitted for approval as "prospectus" or other documents with the Registrar of Companies in India and/or SEBI and/or the Stock Exchanges or any other statutory/regulatory/financing authority in India or abroad under the applicable laws in India including the Companies Act, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and no such document will be circulated or distributed to any person in any jurisdiction, including in India. Each Bidder shall be deemed to acknowledge and agree that any offer or bid shall be made solely on the basis of publicly available information and any information available with SEBI or the Stock Exchanges, on the Company's website or otherwise in the public domain, together with the information contained in this Advertisement.
The Offer is subject to further terms set forth in the contract note to be provided to the successful Bidders. Bidders should consult their own tax advisors regarding the tax implications of the offer of acquiring the Offer Shares.
This Advertisement is for information purposes only and is neither an offer to buy or sell any securities, nor shall there be any sale securities, in any jurisdiction (collectively, "Other Jurisdictions") in which such offer, solicitation or sale is or may be unlawful whether prior to registration or qualification under the securities laws of any such jurisdiction or otherwise. This Advertisement and the information contained herein are not for publication or distribution, directly or indirectly, in or to any Other Jurisdictions unless permitted pursuant to an exemption under the relevant local laws or regulation in any such jurisdiction. Prospective purchasers should seek appropriate legal advice prior to participating in the Offer. The Offer Shares have not been and will not be registered under any securities law of any Other Jurisdictions.
The Offer Shares have not been and will not be registered under the Securities Act of 1933, as amended (the "Securities Act"), or under the securities laws of any state of the United States and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable state securities laws. The Offer Shares are being offered and sold (i) within the United States only to "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) ("QIBs") and each a "QIB") pursuant to an available exemption from, or in a transaction not subject to, the registration requirements of the Securities Act, and (ii) outside the United States to persons who are either (a) acting in reliance upon Regulation S under the Securities Act ("Regulation S") or (b) acting in reliance upon an exemption from such registration requirements.
No determination has been made as to whether the Company has been, is, or will become a passive foreign investment company ("PFIC") within the meaning of Section 1297 of the United States Internal Revenue Code of 1986, as amended, for U.S. federal income tax purposes. No analysis has been undertaken to determine if the Company is a PFIC in any taxable year. U.S. taxpayers who hold the Offer Shares (directly and, in certain cases, indirectly) may be subject to significant adverse tax consequences. The PFIC rules are complex and there could be adverse tax consequences for a U.S. holder of the Offer Shares if the Company were determined to be a PFIC. Prospective purchasers should consult their own tax advisors regarding the U.S. federal, state and local tax implications of their acquisition of the Offer Shares. By submitting a bid in connection with the Offer or receiving the Offer Shares, Bidders will be deemed to have acknowledged that none of the Seller's Brokers, the Seller, the Company nor any of its respective shareholders, directors, officers, employees, counsel, representatives, agents or affiliates, have provided the Bidders with any tax advice or otherwise made any representations regarding the tax consequences of purchase, ownership and disposal of the Offer Shares, and that the Bidders have obtained their own independent tax advice and evaluated the tax consequences in relation to the Offer Shares.
By submitting a bid in connection with the Offer, each broker will acknowledge that the Offer Shares are being sold (i) within the United States only to "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) ("QIBs") and each a "QIB") pursuant to an available exemption from, or in a transaction not subject to, the registration requirements of the Securities Act, and (ii) outside the United States to persons who are either (a) acting in reliance upon Regulation S under the Securities Act ("Regulation S") or (b) acting in reliance upon an exemption from such registration requirements. The Offer Shares are being sold in reliance upon Regulation S under the Securities Act. Prospective purchasers in the United States are hereby notified that the Seller may be relying on the exemption from the provisions of Section 5 of the Securities Act. The purchasers of Offer Shares are hereby advised that any resale of Offer Shares must be in accordance with the registration requirements of the Securities Act or otherwise pursuant to an available exemption from such registration requirements.
No determination has been made as to whether the Company has been, is, or will become a passive foreign investment company ("PFIC") within the meaning of Section 1297 of the United States Internal Revenue Code of 1986, as amended, for U.S. federal income tax purposes. No analysis has been undertaken to determine if the Company is a PFIC in any taxable year. U.S. taxpayers who hold the Offer Shares (directly and, in certain cases, indirectly) may be subject to significant adverse tax consequences. The PFIC rules are complex and there could be adverse tax consequences for a U.S. holder of the Offer Shares if the Company were determined to be a PFIC. Prospective purchasers should consult their own tax advisors regarding the U.S. federal, state and local tax implications of their acquisition of the Offer Shares. By submitting a bid in connection with the Offer or receiving the Offer Shares, Bidders will be deemed to have acknowledged that none of the Seller's Brokers, the Seller, the Company nor any of its respective shareholders, directors, officers, employees, counsel, representatives, agents or affiliates, have provided the Bidders with any tax advice or otherwise made any representations regarding the tax consequences of purchase, ownership and disposal of the Offer Shares, and that the Bidders have obtained their own independent tax advice and evaluated the tax consequences in relation to the Offer Shares.
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Any resale or other transfer, or attempted resale or other transfer, of the Offer Shares made other than in compliance with the above-mentioned restrictions shall not be recognized by the Company.
This Notice is not for publication or distribution, in whole or in part, in the United States, except that the Seller's Brokers may send copies of this Notice to persons in the United States who they reasonably believe to be QIBs.

Thanking You,
Yours faithfully,
On behalf of the President of India,
Ministry of Railways Government of India
Sd/-
Authorised Signatory
Name: Shree Sandeep Jain
Designation: Executive Director

Date: 27 July 2023
Place: New Delhi

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